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## WHAT IS CLAIMED IS:

## 1. A compound of Formula I

$$\begin{array}{c|c}
R^1 & H \\
\hline
 & 1 \\
\hline
 & 2 \\
\hline
 & 5 \\
\hline
 & 4 \\
\hline
 & 3 \\
\hline
 & R^3 \\
\hline
 & Q
\end{array}$$

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wherein A is O or S;

wherein Q is selected from  $-N(R^5)_2$ ,  $-NR^5C(O)R^5$ ,  $-(C_1-C_8)alkyl-$ 

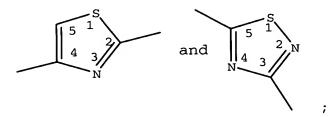
I

 $OR^5$ ,  $-(C_1-C_8)$  alkyl-S(O)  $nR^6$ ,  $SO_2R^6$ , substituted aryl, an unsubstituted or substituted monocyclic or bicyclic, non-aromatic carbocyclic ring, an unsubstituted or substituted monocyclic, heteroaryl ring, and an unsubstituted or substituted monocyclic or bicyclic, non-aromatic heterocyclic ring,

wherein a ring is unsubstituted or substituted with one 15 or more groups selected from halo, (C1-C8)alkyl, (C2- $C_8$ ) alkynyl,  $(C_2-C_8)$  alkenyl,  $-OR^5$ ,  $-O-(CH_2)_{1-2}-O-$ ,  $-N(R^5)_2$ ,  $-(C_1-C_8)$  alkyl $-N(R^5)_2$ ,  $(C_1-C_8)$  haloalkyl, lower cyanoalkyl,  $-(C_1-C_8)$  alkyl $-OR^5$ , lower alkylaminoalkoxy, lower aminoalkoxyalkyl,  $-(C_1-C_8)$  alkyl-S(0)  $nR^5$ ,  $-N(R^5)$ -20  $(C_1-C_8)$  alkyl-N(R<sup>5</sup>)<sub>2</sub>, -N(R<sup>5</sup>) -  $(C_1-C_8)$  alkyl-OR<sup>5</sup>, -N(R<sup>5</sup>) -  $(C_1-C_8)$  $C_8$ ) alkyl-NHC(0)  $R^5$ , -N( $R^5$ ) - ( $C_1$ - $C_8$ ) alkyl-C(0) N( $R^5$ )<sub>2</sub>, lower alkoxyalkyl,  $-S(0)_nR^5$ ,  $-SO_2NR^5R^5$ ,  $-NR^5S(0)_nR^5$ , cyano, nitro, optionally substituted (C3-C10) cycloalkyl, optionally substituted aryl, optionally substituted 4-25 7 membered heterocyclyl, optionally substituted phenoxyalkyl, optionally substituted

heterocyclyloxyalkyl,  $-C(0)N(R^5)_2$ ,  $-CO_2R^5$ ,  $-CO_2N(R^5)_2$ ,  $-SO_2NHC(0)R^5$ , optionally substituted phenylalkyl, optionally substituted heterocyclylalkyl,  $-NR^5C(0)N(R^5)_2$ ,  $-NR^5C(0)R^5$ ,  $-NR^5CO_2R^5$  and  $-C(0)R^5$ ;

5 wherein W is selected from



wherein n is 0, 1 or 2;

wherein R¹ is selected from H, -OR6, halo, aryl, (C₁C₀)alkyl, (C₂-C₀)alkenyl, (C₂-C₀)alkynyl, (C₁C₀)perfluoroalkyl, -NR⁵₂, -(C₁-C₀)alkyl-NR⁵₂, -(C₁-C₀)alkylOR⁵, -S(O)n-alkyl, -S(O)n-aryl, -S(O)n-heteroaryl, (C₃C₁₀)cycloalkyl, nitro, heterocyclyl, -NR⁵SO₂R⁵,
-C(O)N(R⁵)₂, -CO₂R⁵, -(CR⁵₂)₁-₀aryl, -(CR⁵₂)₁-₀heterocyclyl,
-NR⁵C(O)N(R⁵)₂, -NR⁵C(O)R⁵, -NR⁵CO₂R⁵, and -C(O)R⁵; wherein
R¹ and R² may be joined to form a 5-10 membered saturated or partially unsaturated carbocyclic or heterocyclic ring;

wherein R² is selected from H, -OR6, halo, aryl, (C1C8) alkyl, (C2-C8) alkenyl, (C2-C8) alkynyl, (C1C8) perfluoroalkyl, -NR52, -(C1-C8) alkyl-NR52, -(C1-C8) alkylOR5, -S(O)n-alkyl, -S(O)n-aryl, -S(O)n-heteroaryl, (C3C10) cycloalkyl, nitro, heterocyclyl, -NR5SO2R5,
-C(O)N(R5)2, -CO2R5, -(CR52)1-8aryl, -(CR52)1-8heterocyclyl, NR5C(O)N(R5)2, -NR5C(O)R5, -NR5CO2R5, and -C(O)R5;
wherein R³ is selected from H, -OR6, halo, aryl, (C1C8) alkyl, (C2-C8) alkenyl, (C2-C8) alkynyl, (C1C8) perfluoroalkyl, -NR52, -(C1-C8) alkyl-NR52, -(C1-C8) alkylOR5, -S(O)n-alkyl, -S(O)n-aryl, -S(O)n-heteroaryl, (C3C10) cycloalkyl, nitro, heterocyclyl, -NR5SO2R5,

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 $-C(O)N(R^5)_2$ ,  $-CO_2R^5$ ,  $-(CR^5_2)_{1-8}$ aryl,  $-(CR^5_2)_{1-8}$ heterocyclyl,  $-NR^5C(O)N(R^5)_2$ ,  $-NR^5C(O)R^5$ ,  $-NR^5CO_2R^5$ , and  $-C(O)R^5$ ; wherein  $R^2$  and  $R^3$  may be joined to form a 5-10 membered saturated or partially unsaturated carbocyclic or heterocyclic ring;

5 wherein  $R^4$  is independently selected from H, and  $(C_1-C_6)$  alkyl;

wherein R<sup>5</sup> is independently selected from H, lower alkyl, optionally substituted aryl, optionally substituted aralkyl, optionally substituted heterocyclyl, optionally substituted heterocyclylalkyl, optionally substituted C<sub>3</sub>-C<sub>6</sub> cycloalkyl, optionally substituted C<sub>3</sub>-C<sub>6</sub> cycloalkyl-alkyl, lower alkylamino-lower alkyl, aryloxyalkyl, alkylcarbonylalkyl, and lower perfluoroalkyl; and wherein R<sup>6</sup> is independently selected from lower alkyl,

optionally substituted aryl, optionally substituted aralkyl, optionally substituted heterocyclyl, optionally substituted heterocyclylalkyl, optionally substituted C<sub>3</sub>-C<sub>6</sub> cycloalkyl, optionally substituted C<sub>3</sub>-C<sub>6</sub> cycloalkyl-alkyl, lower alkylamino-lower alkyl, aryloxyalkyl, alkylcarbonylalkyl, and lower perfluoroalkyl;

wherein each aryl, heteroaryl, cycloalkyl, and heterocyclyl moiety of any  $R^1$ ,  $R^2$ ,  $R^3$ ,  $R^5$ ,  $R^6$ , and Q is optionally substituted with one or more groups selected from halo, -NH<sub>2</sub>, -OH, -CO<sub>2</sub>H, (C<sub>1</sub>-C<sub>6</sub>)alkylamino, (C<sub>1</sub>-C<sub>6</sub>)alkoxy, (C<sub>1</sub>-C<sub>6</sub>)alkoxyalkyl, (C<sub>1</sub>-C<sub>6</sub>)alkyl, di(C<sub>1</sub>-C<sub>6</sub>)alkylamino, phenyl,

and heterocyclyl;
and pharmaceutically acceptable derivatives thereof;

provided R<sup>1</sup> is not CF<sub>3</sub> when R<sup>2</sup> is ethoxycarbonyl, when R<sup>3</sup> is

H, when W is thiazol-4-yl and when Q is 4-pyridyl or 2chloro-4-pyridyl; further provided Q is not 4-pyridyl, when
W is thiazol-2-yl, when R<sup>1</sup>, R<sup>3</sup>, and R<sup>2</sup> are H; further
provided Q is not 2-nitro-5-furyl when W is thiazol-2-yl,
when R<sup>1</sup> is methyl, when R<sup>3</sup> is H, and when R<sup>2</sup> is H; further

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provided Q is not phenyl when W is thiazol-2-yl, when R<sup>1</sup> is methyl, when R<sup>3</sup> is methyl, and when R<sup>2</sup> is H; further provided Q is not phenyl, 3,4-diacetylphenyl or 3,4-dihydroxyphenyl, when W is thiazol-2-yl, when R<sup>1</sup> is H, when R<sup>3</sup> is H, and when R<sup>2</sup> is H; and further provided Q is not 3-cyano-6-methyl-2-oxo-1,2-dihydro-5-pyridyl, when W is thiazol-2-yl, when R<sup>1</sup> is methyl, when R<sup>3</sup> is H, and when R<sup>2</sup> is acetyl.

2. Compound of Claim 1 wherein Q is selected from

 $R^6O_2S_N$  $R^6SO_2-(C_1-C_6)$  alkyl-,  $R^4$  , substituted phenyl, and substituted or unsubstituted 5-6 membered heteroaryl; wherein  $R^4$  is independently selected from H, and  $(C_1-C_2)$  alkyl; and

- wherein R<sup>6</sup> is independently selected from (C<sub>1</sub>-C<sub>4</sub>)alkyl, optionally substituted phenyl, optionally substituted phenyl-(C<sub>1</sub>-C<sub>2</sub>)alkyl, optionally substituted furyl-(C<sub>1</sub>-C<sub>2</sub>)-alkyl, optionally substituted C<sub>3</sub>-C<sub>6</sub> cycloalkyl-(C<sub>1</sub>-C<sub>2</sub>)-alkyl, (C<sub>1</sub>-C<sub>3</sub>)alkylamino-(C<sub>1</sub>-C<sub>3</sub>)-alkyl-, phenyloxy-(C<sub>1</sub>-C<sub>3</sub>)alkyl-, (C<sub>1</sub>-C<sub>2</sub>)alkylcarbonyl-(C<sub>1</sub>-C<sub>2</sub>)alkyl- and optionally substituted heterocyclyl selected from pyridyl and thienyl; and pharmaceutically acceptable derivatives thereof.
- 3. Compound of Claim 2 wherein Q is selected from phenylsulfonylamino, N-methyl-N-(2-pyridylsulfonyl)amino, N-methyl-N-(3-pyridylsulfonyl)amino, N-methyl-N-(4-pyridylsulfonyl)amino, N-methyl-N-(2-thienylsulfonyl)amino, N-methyl-N-(phenylsulfonyl)amino, 2-pyridylsulfonylmethyl, 3-pyridylsulfonylmethyl, 4-pyridylsulfonylmethyl, 2-thienylsulfonylmethyl, phenylsulfonylmethyl, (1-methyl)-1-(phenylsulfonyl)ethyl, 4-chlorophenyl-sulfonylmethyl, 2-furylmethylsulfonylmethyl, 3-trifluoromethylbenzyl-

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sulfonylmethyl, methylsulfonylmethyl, tert-butylsulfonylmethyl, 4-fluorobenzylsulfonylmethyl, 4chlorophenyl-methylsulfonylmethyl, 2-thienyl, 3-(4chlorophenylsulfonylmethyl)-2-thienyl, phenyl substituted
with one or more substituents selected from
 hydroxyl, chloro, fluoro, methoxy, -O-CH<sub>2</sub>-O-, amino,
 aminomethyl, methylsulfonyl, methyl, cyano,
 trifluoromethyl, and pyrrolyl,

unsubstituted pyridyl, and

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- 4-pyridyl substituted with one or more substituents selected from chloro, fluoro, methyl, ethyl, -NH2, methoxy, ethoxy, -OH, -CO2H, phenoxyethylamino, methylamino, butylamino, isobutylamino, benzylamino, 4-fluorobenzylamino, 2-thienylethylamino, 3-pyridylmethylamino, 2-pyridylmethylamino, 2-furylmethylamino, 4-methoxybenzylamino, diethylamino, cyclopropylmethylamino, cyclopentylmethylamino, ethylaminoethylamino, diethylaminoothylamino, isopropylaminoethylamino, methylcarbonylaminoethylamino, methylcarbonylaminoethylamino, pyrrolidinyl, piperazinyl, piperidinyl, morpholinyl and azetidinyl; and
- Compound of Claim 1, and pharmaceutically
   acceptable derivatives thereof, wherein W is thiazol-4-yl.

pharmaceutically acceptable derivatives thereof.

- 5. Compound of Claim 1 wherein  $R^1$  is selected from  $(C_1-C_6)$  alkyl,  $-(C_1-C_4)$  alkyl- $N(R^5)_2$ ,  $-(C_1-C_4)$  alkyl- $OR^5$ ,  $-(C_3-C_5)$  cycloalkyl, and  $-CF_3$ ;
- wherein  $R^2$  is selected from H, halo,  $(C_1-C_3)$  alkyl,  $-NR^5_2$ ,  $-OR^6$ ,  $-(C_1-C_3)$  alkyl $-OR^5$ ,  $-C(O)N(R^5)_2$ ,  $-CO_2R^5$ ,  $-(CH_2)_{1-3}$ -(5-6 membered saturated or partially unsaturated) heterocyclyl,  $-NHC(O)R^5$ , and  $-C(O)R^5$ ;

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wherein R¹ and R² may be joined together with the pyridone ring to form optionally substituted 2-oxo-1,5,7,8-tetrahydro-2H-[1,6]naphthyridine, optionally substituted 5,6,7,8-tetrahydro-1H-[1,6]naphthyridin-2-one, optionally substituted 5,6,7,8-tetrahydro-1H-[1,7]naphthyridin-2-one, optionally substituted 5,6,7,8-tetrahydro-1H-quinolin-2-one, optionally substituted 7,8-dihydro-1H-quinolin-2-one, 7,8-dihydro-(1H,6H)-quinoline-2,5-dione or 1,5,7,8-tetrahydro-pyrano[4,3-b]pyridin-2-one; wherein R³ is H; wherein R⁵ is independently selected from H, C₁-C₄-alkyl, optionally substituted phenyl, optionally substituted

wherein  $R^5$  is independently selected from H,  $C_1-C_4$ -alkyl, optionally substituted phenyl, optionally substituted benzyl, optionally substituted heterocyclyl selected from piperazinyl, morpholinyl, pyrrolidinyl, and piperidinyl, optionally substituted pyridyl- $(C_1-C_3)$ -alkyl, optionally substituted pyridyl- $(C_1-C_3)$ -alkyl, 4-morpholinyl- $(C_1-C_3)$ -alkyl, pyrrolidinyl- $(C_1-C_3)$ -alkyl, 1-piperidinyl- $(C_1-C_3)$ -alkyl, optionally substituted  $C_3-C_6$  cycloalkyl- $(C_1-C_3)$ -alkyl, - $(C_1-C_3)$ -alkyl-N- $((C_1-C_3)$ -alkyl)<sub>2</sub> and - $(C_1-C_3)$ -

and pharmaceutically acceptable derivatives thereof.

 $alkyl-NH-(C_1-C_3)-alkyl;$ 

6. Compound of Claim 5 wherein R¹ is selected from methyl, ethyl, propyl, isopropyl, hydroxyethyl,

25 dimethylaminomethyl, benzyloxymethyl, 4-methoxy-benzyloxymethyl, methoxymethyl, cyclopropyl, and -CF₃; wherein R² is selected from H, bromo, methyl, amino, isobutylamino, hydroxymethyl, aminocarbonyl, 4-methoxybenzylaminocarbonyl, 2-pyridylmethylaminocarbonyl, ethylaminoethylaminocarbonyl, isopropylaminoethylaminocarbonyl, cyclopropylmethylaminocarbonyl, isobutylaminocarbonyl, ethoxycarbonyl, tert-butoxycarbonyl, 4-morpholinylethoxycarbonyl, 1-pyrrolidinylethoxycarbonyl,

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1-piperidinylethoxycarbonyl, diethylaminopropoxycarbonyl, carboxyl, 1,2,5,6-tetrahydro-1-pyridylmethyl, 1-piperidinylmethyl, 1-methyl-4-piperazinylmethyl, methylcarbonylamino, isobutylcarbonylamino, and 1-methyl-4-piperazinylcarbonyl;

wherein R¹ and R² may be joined together with the pyridone ring to form 6-benzyloxycarbonyl-2-oxo-1,5,7,8-tetrahydro-2H-[1,6]naphthyridine, 5,6,7,8-tetrahydro-1H-[1,6]naphthyridin-2-one, 7-Boc-5,6,7,8-tetrahydro-1H-[1,7]naphthyridin-2-one, 7-ethyl-5,6,7,8-tetrahydro-1H-[1,7]naphthyridin-2-one, 5-methyl-7,8-dihydro-1H-quinolin-2-one, 5-propylamino-5,6,7,8-tetrahydro-1H-quinolin-2-one, 5-propylimino-5,6,7,8-tetrahydro-1H-quinolin-2-one, 7,8-dihydro-(1H,6H)-quinoline-2,5-dione or 1,5,7,8-tetrahydro-pyrano[4,3-b]pyridin-2-one; and pharmaceutically acceptable derivatives thereof.

Compound of Claim 4, and pharmaceutically 7. acceptable derivatives thereof, wherein A is O; wherein Q is selected from N-methyl-N-(phenylsulfonyl)amino, 2-20 pyridylsulfonylmethyl, 2-thienylsulfonylmethyl, phenylsulfonylmethyl, (1-methyl)-1-(phenylsulfonyl)ethyl, 4chlorophenyl-sulfonylmethyl, 2-furylmethylsulfonylmethyl, methylsulfonylmethyl, tert-butyl-sulfonylmethyl, 4fluorobenzylsulfonylmethyl, 2-thienyl, phenyl substituted 25 with one or more substituents selected from chloro, fluoro, and -O-CH2-O-, unsubstituted pyridyl, and 4-pyridyl substituted with one or more substituents selected from chloro, fluoro, -NH2, methoxy, ethoxy, 30 phenoxyethylamino, methylamino, methyl, ethyl, butylamino, isobutylamino, benzylamino, 4fluorobenzylamino, 2-thienylethylamino, 3pyridylmethylamino, 2-pyridylmethylamino, 2A-830 - 272 -

wherein R3 is H.

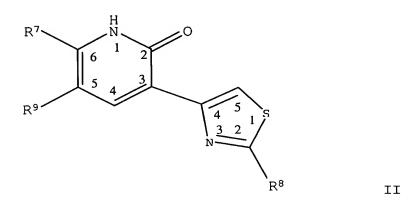
furylmethylamino, 4-methoxybenzylamino, diethylamino, cyclopropylmethylamino, cyclopentylmethylamino, ethylaminoethylamino, diethylaminoethylamino, isopropylaminoethylamino, methylcarbonylaminoethylamino, methylcarbonylmethylamino, pyrrolidinyl, piperazinyl, 5 piperidinyl, morpholinyl and azetidinyl; wherein R1 is selected from methyl, ethyl, propyl, isopropyl, dimethylaminomethyl, hydroxyethyl, benzyloxymethyl, 4-methoxy-benzyloxymethyl, methoxymethyl, cyclopropyl, and -CF3; 10 wherein R<sup>2</sup> is selected from H, bromo, methyl, amino, isobutylamino, hydroxymethyl, aminocarbonyl, 4methoxybenzylaminocarbonyl, 2-pyridylmethylaminocarbonyl, ethylaminoethylaminocarbonyl, isopropylaminoethylaminocarbonyl, 15 cyclopropylmethylaminocarbonyl, isobutylaminocarbonyl, ethoxycarbonyl, tert-butoxycarbonyl, 4morpholinylethoxycarbonyl, 1-pyrrolidinylethoxycarbonyl, 1-piperidinylethoxycarbonyl, diethylaminopropoxycarbonyl, carboxyl, 1,2,5,6-tetrahydro-1-pyridylmethyl, 1-20 piperidinylmethyl, 1-methyl-4-piperazinylmethyl, methylcarbonylamino, isobutylcarbonylamino, and 1-methyl-4-piperazinylcarbonyl; wherein  $R^1$  and  $R^2$  may be joined together with the pyridone ring to form 6-benzyloxycarbonyl-2-oxo-1,5,7,8-25 tetrahydro-2H-[1,6]naphthyridine, 5,6,7,8-tetrahydro-1H-[1,6]naphthyridin-2-one, 7-Boc-5,6,7,8-tetrahydro-1H-[1,7]naphthyridin-2-one, 7-ethyl-5,6,7,8-tetrahydro-1H-[1,7]naphthyridin-2-one, 5-methyl-7,8-dihydro-1Hquinolin-2-one, 5-propylamino-5,6,7,8-tetrahydro-1H-30 quinolin-2-one, 5-propylimino-5,6,7,8-tetrahydro-1Hquinolin-2-one, 7,8-dihydro-(1H,6H)-quinoline-2,5-dione or 1,5,7,8-tetrahydro-pyrano[4,3-b]pyridin-2-one; and

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- 8. Compound of Claim 1 wherein A is 0; and pharmaceutically acceptable derivatives thereof.
- 9. A compound of Claim 1 having Formula II



wherein  $R^7$  is selected from  $-(C_1-C_3)$  alkyl,  $-(C_1-C_3)$  alkyl-  $N(R^{10})_2$ ,  $-(C_1-C_3)$  alkyl- $OR^{10}$ ,  $-(C_3-C_5)$  cycloalkyl, and  $-CF_3$ ; wherein  $R^8$  is selected from  $R^{10}SO_2-(C_1-C_6)$  alkyl-,  $R^{11}SO_2NH-R^{11}O_2S$ 

cH<sub>3</sub>, substituted phenyl, and substituted or unsubstituted 5-6 membered heteroaryl;

wherein  $R^9$  is selected from H, halo,  $(C_1-C_3)$  alkyl,  $-NR^{10}_2$ , -  $(C_1-C_3)$  alkyl- $OR^{10}$ ,  $-C(O)N(R^{10})_2$ ,  $-CO_2R^{10}$ ,  $(CH_2)_{1-3}$ -(5-6) membered saturated or partially unsaturated heterocyclyl,  $-NHC(O)R^{10}$ , and  $-C(O)R^{10}$ ;

wherein R<sup>10</sup> is independently selected from H, (C<sub>1</sub>-C<sub>4</sub>) alkyl, optionally substituted phenyl, optionally substituted

20 phenyl-(C<sub>1</sub>-C<sub>2</sub>) alkyl, optionally substituted furyl-(C<sub>1</sub>-C<sub>2</sub>)-alkyl, optionally substituted C<sub>3</sub>-C<sub>6</sub> cycloalkyl-(C<sub>1</sub>-C<sub>2</sub>)-alkyl, (C<sub>1</sub>-C<sub>3</sub>) alkylamino-(C<sub>1</sub>-C<sub>3</sub>)-alkyl-, phenyloxy-(C<sub>1</sub>-C<sub>3</sub>) alkyl-, (C<sub>1</sub>-C<sub>2</sub>) alkylcarbonyl-(C<sub>1</sub>-C<sub>2</sub>) alkyl- and optionally substituted heterocyclyl selected from pyridyl and thienyl; and

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wherein  $R^{11}$  is independently selected from  $(C_1-C_4)$  alkyl, optionally substituted phenyl, optionally substituted phenyl- $(C_1-C_2)$  alkyl, optionally substituted furyl- $(C_1-C_2)$ -alkyl, optionally substituted  $C_3-C_6$  cycloalkyl- $(C_1-C_2)$ -alkyl,  $(C_1-C_3)$  alkylamino- $(C_1-C_3)$ -alkyl-, phenyloxy- $(C_1-C_3)$  alkyl-,  $(C_1-C_2)$  alkylcarbonyl- $(C_1-C_2)$  alkyl, and optionally substituted heterocyclyl selected from pyridyl and thienyl;

and pharmaceutically acceptable derivatives thereof;  $10 \quad \text{provided } R^7 \text{ is not } CF_3 \quad \text{when } R^9 \text{ is ethoxycarbonyl and when } R^8$  is 4-pyridyl or 2-chloro-4-pyridyl.

- 10. Compound of Claim 9 wherein R<sup>7</sup> is selected from methyl, ethyl, propyl, isopropyl, dimethylaminomethyl,

  15 benzyloxymethyl, hydroxyethyl, 4-methoxy-benzyloxymethyl, methoxymethyl, cyclopropyl, and -CF<sub>3</sub>; wherein R<sup>8</sup> is selected from N-methyl-N-(phenylsulfonyl)amino, 2-pyridylsulfonylmethyl, 2-thienylsulfonylmethyl, phenylsulfonylmethyl, (1-methyl)-1-(phenylsulfonyl)ethyl, 4
  20 chlorophenyl-sulfonylmethyl, 2-furylmethylsulfonylmethyl, methylsulfonylmethyl, tert-butyl-sulfonylmethyl, 4-fluorobenzylsulfonylmethyl, 2-thienyl, phenyl substituted with one or more substituents selected from chloro, fluoro, and -O-CH<sub>2</sub>-O-,
- unsubstituted pyridyl, and

  4-pyridyl substituted with one or more substituents selected
  from chloro, fluoro, -NH2, methoxy, ethoxy,
  phenoxyethylamino, methylamino, methyl, ethyl,
  butylamino, isobutylamino, benzylamino, 4
  fluorobenzylamino, 2-thienylethylamino, 3pyridylmethylamino, 2-pyridylmethylamino, 2furylmethylamino, 4-methoxybenzylamino, diethylamino,
  cyclopropylmethylamino, cyclopentylmethylamino,
  ethylaminoethylamino, diethylamino,

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isopropylaminoethylamino, methylcarbonylaminoethylamino, methylcarbonylmethylamino, pyrrolidinyl, piperazinyl, piperidinyl, morpholinyl and azetidinyl; and wherein R9 is selected from H, bromo, methyl, amino, isobutylamino, hydroxymethyl, aminocarbonyl, 4-5 methoxybenzylaminocarbonyl, 2-pyridylmethylaminocarbonyl, ethylaminoethylaminocarbonyl, isopropylaminoethylaminocarbonyl, cyclopropylmethylaminocarbonyl, isobutylaminocarbonyl, ethoxycarbonyl, tert-butoxycarbonyl, 4-10 morpholinylethoxycarbonyl, 1-pyrrolidinylethoxycarbonyl, 1-piperidinylethoxycarbonyl, diethylaminopropoxycarbonyl, carboxyl, 1,2,5,6-tetrahydro-1-pyridylmethyl, 1piperidinylmethyl, 1-methyl-4-piperazinylmethyl, methylcarbonylamino, isobutylcarbonylamino, and 1-methyl-15 4-piperazinylcarbonyl; and pharmaceutically acceptable derivatives thereof.

## 11. A compound of Claim 1 having Formula III

A N R<sup>8</sup>

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III

wherein  $R^8$  is selected from  $R^{11}SO_2-(C_1-C_6)$  alkyl-,  $R^{11}SO_2NH-R^{11}O_2S-N$  , substituted phenyl, and substituted or unsubstituted 5-6 membered heteroaryl; wherein ring A together with the pyridone ring forms optionally substituted 2-oxo-1,5,7,8-tetrahydro-2H-

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[1,6]naphthyridine, optionally substituted 5,6,7,8-tetrahydro-1H-[1,6]naphthyridin-2-one, optionally substituted 5,6,7,8-tetrahydro-1H-quinolin-2-one, optionally substituted 5,6,7,8-tetrahydro-1H[1,7]naphthyridin-2-one, or 1,5,7,8-tetrahydro-pyrano[4,3-b]pyridin-2-one; and
wherein R<sup>11</sup> is independently selected from (C<sub>1</sub>-C<sub>4</sub>)alkyl, optionally substituted phenyl, optionally substituted phenyl-(C<sub>1</sub>-C<sub>2</sub>)alkyl, optionally substituted furyl-(C<sub>1</sub>-C<sub>2</sub>)-alkyl, optionally substituted C<sub>3</sub>-C<sub>6</sub> cycloalkyl-(C<sub>1</sub>-C<sub>2</sub>)-alkyl, (C<sub>1</sub>-C<sub>3</sub>)alkylamino-(C<sub>1</sub>-C<sub>3</sub>)-alkyl-, phenyloxy-(C<sub>1</sub>-C<sub>3</sub>)alkyl, (C<sub>1</sub>-C<sub>2</sub>)alkylcarbonyl-(C<sub>1</sub>-C<sub>2</sub>)alkyl, and optionally substituted heterocyclyl selected from pyridyl and thienyl;

- 15 and pharmaceutically acceptable derivatives thereof.
- 12. Compound of Claim 11 wherein R<sup>8</sup> is selected from
  N-methyl-N-(phenylsulfonyl)amino, 2-pyridylsulfonylmethyl,
  2-thienylsulfonylmethyl, phenylsulfonylmethyl, (1-methyl)-120 (phenylsulfonyl)ethyl, 4-chlorophenyl-sulfonylmethyl, 2furylmethylsulfonylmethyl, methylsulfonylmethyl, tert-butylsulfonylmethyl, 4-fluorobenzylsulfonylmethyl, 2-thienyl,
  phenyl substituted with one or more substituents selected
  from chloro, fluoro, and -O-CH<sub>2</sub>-O-,
- unsubstituted pyridyl, and

  4-pyridyl substituted with one or more substituents selected
  from chloro, fluoro, -NH<sub>2</sub>, methoxy, ethoxy,
  phenoxyethylamino, methylamino, methyl, ethyl,
  butylamino, isobutylamino, benzylamino, 4fluorobenzylamino, 2-thienylethylamino, 3pyridylmethylamino, 2-pyridylmethylamino, 2furylmethylamino, 4-methoxybenzylamino, diethylamino,

cyclopropylmethylamino, cyclopentylmethylamino, ethylaminoethylamino, diethylaminoethylamino,

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isopropylaminoethylamino, methylcarbonylaminoethylamino, methylcarbonylmethylamino, pyrrolidinyl, piperazinyl, piperidinyl, morpholinyl and azetidinyl; and pharmaceutically acceptable derivatives thereof.

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13. Compound of Claim 12 and pharmaceutically acceptable derivatives thereof selected from:

Phenylmethyl 2-oxo-3-(2-(4-pyridyl)(1,3-thiazol-4-yl))
1,5,6,7,8-pentahydropyridino[3,2-c]pyridine-6carboxylate;

3-(2-(4-Pyridyl)-1,3-thiazol-4-yl)-1,7,8-trihydro-5H-pyrano[4,3-b]pyridin-2-one;

7-Ethyl-3-(2-(4-pyridyl)(1,3-thiazol-4-yl))-1,5,6,7,8-pentahydropyridino[3,2-c]pyridin-2-one;

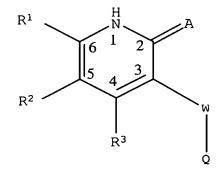
tert-Butyl 2-oxo-3-(2-(4-pyridyl)(1,3-thiazol-4-yl))1,5,6,7,8-pentahydropyridino[3,2-c]pyridine-6carboxylate;

3-(2-(4-Pyridy1)-1,3-thiazol-4-yl)-1,5,6,7,8pentahydropyridino[3,2-c]pyridin-2-one, dihydrochloride;
and

6-Methyl-3-(2-pyridin-4-yl-thiazol-4-yl)-5,6,7,8-tetrahydro-1H-[1,6]naphthyridin-2-one.

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14. A compound of Formula I'



I'

wherein A is O or S;

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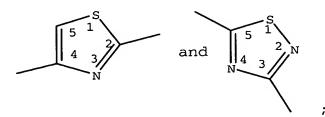
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wherein Q is selected from  $-N(R^5)_2$ ,  $-NR^5C(0)R^5$ ,  $-(C_1-C_8)alkyl-$ 

 $OR^5$ ,  $-(C_1-C_8)$  alkyl-S(O)  $nR^6$ ,  $SO_2R^6$ , substituted aryl, an unsubstituted or substituted monocyclic or bicyclic, non-aromatic carbocyclic ring, an unsubstituted or substituted monocyclic or bicyclic, heteroaryl ring, and an unsubstituted or substituted monocyclic or bicyclic, non-aromatic heterocyclic ring,

wherein a ring is unsubstituted or substituted with one or more groups selected from halo,  $(C_1-C_8)$  alkyl,  $(C_2-C_8)$  $C_8$ ) alkynyl,  $(C_2-C_8)$  alkenyl,  $-OR^5$ ,  $-O-(CH_2)_{1-2}-O-$ ,  $-N(R^5)_2$ ,  $-(C_1-C_8)$  alkyl $-N(R^5)_2$ ,  $(C_1-C_8)$  haloalkyl, lower cyanoalkyl,  $-(C_1-C_8)$  alkyl $-OR^5$ , lower alkylaminoalkoxy, lower aminoalkoxyalkyl,  $-(C_1-C_8)$ alkyl- $S(0)_nR^5$ ,  $-N(R^5)$ - $C_8$ ) alkyl-NHC(O) $R^5$ , -N( $R^5$ ) -( $C_1$ - $C_8$ ) alkyl-C(O)N( $R^5$ )<sub>2</sub>, lower alkoxyalkyl,  $-S(O)_nR^5$ ,  $-SO_2NR^5R^5$ ,  $-NR^5S(O)_nR^5$ , cyano, nitro, optionally substituted  $(C_3-C_{10})$  cycloalkyl, optionally substituted aryl, optionally substituted 4-7 membered heterocyclyl, optionally substituted phenoxyalkyl, optionally substituted heterocyclyloxyalkyl,  $-C(0)N(R^5)_2$ ,  $-CO_2R^5$ ,  $-CO_2N(R^5)_2$ , -SO<sub>2</sub>NHC(O)R<sup>5</sup>, optionally substituted phenylalkyl, optionally substituted heterocyclylalkyl,  $-NR^5C(0)N(R^5)_2$ ,  $-NR^5C(0)R^5$ ,  $-NR^5CO_2R^5$  and  $-C(0)R^5$ ;

25 wherein W is selected from



wherein n is 0, 1 or 2;

wherein R1 is selected from H, -OR6, halo, aryl, (C1- $C_8$ ) alkyl,  $(C_2-C_8)$  alkenyl,  $(C_2-C_8)$  alkynyl,  $(C_1-C_8)$  $C_8$ ) perfluoroalkyl,  $-NR_2^5$ ,  $-(C_1-C_8)$  alkyl $-NR_2^5$ ,  $-(C_1-C_8)$  alkyl- $OR^5$ ,  $-S(0)_n$ -alkyl,  $-S(0)_n$ -aryl,  $-S(0)_n$ -heteroaryl,  $(C_3$ - $C_{10}$ ) cycloalkyl, nitro, heterocyclyl,  $-NR^5SO_2R^5$ , 5  $-C(O)N(R^5)_2$ ,  $-CO_2R^5$ ,  $-(CR^5_2)_{1-8}$ aryl,  $-(CR^5_2)_{1-8}$ heterocyclyl,  $-NR^5C\left(O\right)N\left(R^5\right)_2,\ -NR^5C\left(O\right)R^5,\ -NR^5CO_2R^5,\ and\ -C\left(O\right)R^5;\ wherein$  $R^1$  and  $R^2$  may be joined to form a 5-10 membered saturated or partially unsaturated carbocyclic or heterocyclic 10 ring; wherein  $R^2$  is selected from H,  $-OR^6$ , halo, aryl,  $(C_1 C_8$ ) alkyl,  $(C_2-C_8)$  alkenyl,  $(C_2-C_8)$  alkynyl,  $(C_1-C_8)$  $C_8$ ) perfluoroalkyl,  $-NR_2^5$ ,  $-(C_1-C_8)$  alkyl $-NR_2^5$ ,  $-(C_1-C_8)$  alkyl- $OR^5$ ,  $-S(0)_n$ -alkyl,  $-S(0)_n$ -aryl,  $-S(0)_n$ -heteroaryl,  $(C_3$ - $C_{10}$ )cycloalkyl, nitro, heterocyclyl,  $-NR^5SO_2R^5$ , 15  $-C(0)N(R^5)_2$ ,  $-CO_2R^5$ ,  $-(CR^5_2)_{1-8}$ aryl,  $-(CR^5_2)_{1-8}$ heterocyclyl, - $NR^{5}C(0)N(R^{5})_{2}$ ,  $-NR^{5}C(0)R^{5}$ ,  $-NR^{5}CO_{2}R^{5}$ , and  $-C(0)R^{5}$ ; wherein R<sup>3</sup> is selected from H, -OR<sup>6</sup>, halo, aryl, (C<sub>1</sub>- $C_8$ ) alkyl,  $(C_2-C_8)$  alkenyl,  $(C_2-C_8)$  alkynyl,  $(C_1-C_8)$  $C_8$ ) perfluoroalkyl,  $-NR_2^5$ ,  $-(C_1-C_8)$  alkyl $-NR_2^5$ ,  $-(C_1-C_8)$  alkyl $-NR_2^5$ 20  $OR^5$ ,  $-S(0)_n$ -alkyl,  $-S(0)_n$ -aryl,  $-S(0)_n$ -heteroaryl,  $(C_3$ - $C_{10}$ )cycloalkyl, nitro, heterocyclyl,  $-NR^5SO_2R^5$ ,  $-C(0)N(R^5)_2$ ,  $-CO_2R^5$ ,  $-(CR^5_2)_{1-8}$ aryl,  $-(CR^5_2)_{1-8}$ heterocyclyl,  $-(CR^5_2)_{1-8}$  $NR^5C(O)N(R^5)_2$ ,  $-NR^5C(O)R^5$ ,  $-NR^5CO_2R^5$ , and  $-C(O)R^5$ ; wherein  $R^2$ and R<sup>3</sup> may be joined to form a 5-10 membered saturated or 25 partially unsaturated carbocyclic or heterocyclic ring; wherein  $R^4$  is independently selected from H, and ( $C_1$ -C<sub>6</sub>) alkyl; wherein R<sup>5</sup> is independently selected from H, lower alkyl, optionally substituted aryl, optionally substituted 30 aralkyl, optionally substituted heterocyclyl, optionally

substituted heterocyclylalkyl, optionally substituted  $C_3$ -

 $C_6$  cycloalkyl, optionally substituted  $C_3$ - $C_6$  cycloalkylalkyl, lower aminoalkyl, aryl- $(C_1$ - $C_6)$ alkylamino- $(C_1$ -

 $C_6$ ) alkyl,  $(C_1-C_6)$  alkylamino- $(C_1-C_6)$  alkyl, aryloxyalkyl, alkylcarbonylalkyl, and lower perfluoroalkyl; and wherein R<sup>6</sup> is independently selected from lower alkyl, optionally substituted aryl, optionally substituted aryl-(C1-C6) alkyl, optionally substituted heterocyclyl, 5 optionally substituted heterocyclyl-(C1-C6)alkyl, optionally substituted C3-C6 cycloalkyl, optionally substituted  $C_3-C_6$  cycloalkyl- $(C_1-C_6)$ alkyl,  $(C_1-C_6)$  $C_6$ ) alkylamino- $(C_1-C_6)$  alkyl, aryloxy- $(C_1-C_6)$  alkyl,  $(C_1-C_6)$  $C_6$ ) alkylcarbonyl- $(C_1-C_6)$  alkyl, and lower perfluoroalkyl; 10 wherein each aryl, heteroaryl, cycloalkyl, and heterocyclyl moiety of any  $R^1$ ,  $R^2$ ,  $R^3$ ,  $R^5$ ,  $R^6$ , and Q is optionally substituted with one or more groups selected from halo, - $NH_2$ , -OH, OXO,  $-CO_2H$ ,  $(C_1-C_6)$  alkylamino,  $(C_1-C_6)$  alkoxy,  $(C_1-C_6)$  alkoxyalkyl,  $(C_1-C_6)$  alkyl,  $di(C_1-C_6)$  alkylamino, 15 phenyl, and heterocyclyl; and pharmaceutically acceptable derivatives thereof;

provided  $R^1$  is not  $CF_3$  when  $R^2$  is ethoxycarbonyl, when  $R^3$  is H, when W is thiazol-4-yl and when Q is 4-pyridyl or 2-20 chloro-4-pyridyl; further provided Q is not 4-pyridyl, when W is thiazol-2-yl, when  $R^1$ ,  $R^3$ , and  $R^2$  are H; further provided Q is not 2-nitro-5-furyl when W is thiazol-2-yl, when  $R^1$  is methyl, when  $R^3$  is H, and when  $R^2$  is H; further provided Q is not phenyl when W is thiazol-2-yl, when R1 is 25 methyl, when R<sup>3</sup> is methyl, and when R<sup>2</sup> is H; further provided 0 is not phenyl, 3,4-diacetylphenyl or 3,4dihydroxyphenyl, when W is thiazol-2-yl, when R1 is H, when  $R^3$  is H, and when  $R^2$  is H; and further provided Q is not 3cyano-6-methyl-2-oxo-1,2-dihydro-5-pyridyl, when W is 30 thiazol-2-yl, when  $R^1$  is methyl, when  $R^3$  is H, and when  $R^2$  is acetyl.

15. Compound of Claim 14 wherein Q is selected from

thereof.

 $R^6O_2S$   $R^4$ 

 $R^6SO_2-(C_1-C_6)$  alkyl-,  $R^4$ , substituted phenyl, and substituted or unsubstituted 5-6 membered heteroaryl; wherein  $R^4$  is independently selected from H, and  $(C_1-C_2)$  alkyl; and

- wherein R<sup>6</sup> is independently selected from (C<sub>1</sub>-C<sub>4</sub>) alkyl, optionally substituted phenyl, optionally substituted phenyl-(C<sub>1</sub>-C<sub>2</sub>) alkyl, optionally substituted furyl-(C<sub>1</sub>-C<sub>2</sub>) alkyl, optionally substituted C<sub>3</sub>-C<sub>6</sub> cycloalkyl-(C<sub>1</sub>-C<sub>2</sub>) alkyl, (C<sub>1</sub>-C<sub>3</sub>) alkylamino-(C<sub>1</sub>-C<sub>3</sub>) -alkyl-, phenyloxy-(C<sub>1</sub>-C<sub>3</sub>) alkyl-, (C<sub>1</sub>-C<sub>2</sub>) alkylcarbonyl-(C<sub>1</sub>-C<sub>2</sub>) alkyl- and optionally substituted heterocyclyl selected from pyridyl and thienyl; and pharmaceutically acceptable derivatives
- 16. Compound of Claim 15 wherein Q is selected from phenylsulfonylamino, N-methyl-N-(2-pyridylsulfonyl)amino, N-methyl-N-(4-pyridylsulfonyl)amino, N-methyl-N-(4-pyridylsulfonyl)amino, N-methyl-N-(2-thienylsulfonyl)amino, N-methyl-N-(phenylsulfonyl)amino, 2-pyridylsulfonylmethyl, 3-pyridylsulfonylmethyl, 4-pyridylsulfonylmethyl, 2-thienylsulfonylmethyl, 3-thienylsulfonylmethyl, phenylsulfonylmethyl, (1-methyl)-1-(phenylsulfonyl)ethyl, 4-chlorophenyl-sulfonylmethyl, 2-furylmethylsulfonylmethyl, 3-trifluoromethylbenzyl-sulfonylmethyl, methylsulfonylmethyl, tert-butyl-sulfonylmethyl, 4-fluorobenzylsulfonylmethyl, 4-chlorophenyl-methylsulfonylmethyl, 2-thienyl, 3-(4-

chlorophenylsulfonylmethyl)-2-thienyl, phenyl substituted

hydroxyl, chloro, fluoro, methoxy, -O-CH2-O-, amino,

aminomethyl, methylsulfonyl, methyl, cyano,

trifluoromethyl, and pyrrolyl,

unsubstituted pyridyl, and

with one or more substituents selected from

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4-pyridyl substituted with one or more substituents selected from chloro, fluoro, methyl, ethyl, -NH<sub>2</sub>, methoxy, ethoxy, -OH, -CO<sub>2</sub>H, phenoxyethylamino, methylamino, dimethylamino, butylamino, isobutylamino, benzylamino, 4-fluorobenzylamino, 2-thienylethylamino, 3-pyridylmethylamino, 2-pyridylmethylamino, 2-furylmethylamino, 4-methoxybenzylamino, diethylamino, cyclopropylmethylamino, cyclopentylmethylamino, ethylaminoethylamino, diethylaminoethylamino, isopropylaminoethylamino, methylcarbonylaminoethylamino, methylcarbonylmethylamino, pyrrolidinyl, piperazinyl, piperidinyl, morpholinyl and azetidinyl; and pharmaceutically acceptable derivatives thereof.

- 17. Compound of Claim 14, and pharmaceutically acceptable derivatives thereof, wherein W is thiazol-4-yl.
- Compound of Claim 14 wherein R1 is selected from 18.  $(C_1-C_6)$  alkyl,  $-(C_1-C_4)$  alkyl-N(R<sup>5</sup>)<sub>2</sub>,  $-(C_1-C_4)$  alkyl-OR<sup>5</sup>,  $(C_3-C_4)$  $C_5$ ) cycloalkyl and  $-CF_3$ ; wherein  $R^5$  is independently selected 20 from H, C<sub>1</sub>-C<sub>5</sub>-alkyl, optionally substituted phenyl, optionally substituted benzyl, optionally substituted pyridyl- $(C_1-C_3)$ -alkyl, optionally substituted thienyl- $(C_1-C_3)$ - $(C_1$  $C_3$ )-alkyl, optionally substituted piperazinyl- $(C_1-C_3)$ -alkyl,  $4-morpholinyl-(C_1-C_3)-alkyl, optionally substituted$ 25 pyrrolidinyl- $(C_1-C_3)$ -alkyl, optionally substituted piperidinyl-(C1-C3)-alkyl, optionally substituted C3-C6  $cycloalkyl-(C_1-C_3)-alkyl$ ,  $amino-(C_1-C_4)-alkyl-$ , benzylamino- $(C_1-C_3)$ -alkyl-,  $[N-(C_1-C_3)$ -alkyl-N-benzylamino]- $(C_1-C_3)$ -alkyl- $(C_1-C_3)-alkyl-N-((C_1-C_3)-alkyl)_2$ ,  $-(C_1-C_3)-alkyl-NH-(C_1-C_3)-alkyl-NH-(C_1-C_3)$ 30 alkyl and optionally substituted heterocyclyl selected from piperazinyl, morpholinyl, pyrrolidinyl and piperidinyl; and pharmaceutically acceptable derivatives thereof.

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- 19. Compound of Claim 18 wherein R<sup>1</sup> is selected from methyl, ethyl, propyl, isopropyl, dimethylaminomethyl, 1-pyrrolidinyltheyl, benzyloxymethyl, benzyloxyethyl, hydroxyethyl, 4-methoxy-benzyloxymethyl, methoxymethyl, cyclopropyl and -CF<sub>3</sub>; and pharmaceutically acceptable derivatives thereof.
- 20. Compound of Claim 14 wherein  ${\ensuremath{R}}^2$  is selected from H, halo,  $(C_1-C_3)$  alkyl,  $-NR^{5}_{2}$ ,  $-OR^{6}$ ,  $-(C_1-C_3)$  alkyl $-OR^{5}$ ,  $-(C_1-C_3)$  $C_3$ ) alkyl-NR<sup>5</sup><sub>2</sub>, -C(0)N(R<sup>5</sup>)<sub>2</sub>, -CO<sub>2</sub>R<sup>5</sup>, -(CH<sub>2</sub>)<sub>1-3</sub>-(5-6 membered 10 saturated or partially unsaturated) heterocycly1, 5-6 membered saturated or partially unsaturated heterocyclyl, -NHC(0) $R^5$ , and -C(0) $R^5$ ; wherein  $R^5$  is independently selected from H,  $C_1$ - $C_5$ -alkyl, optionally substituted phenyl, optionally substituted benzyl, optionally substituted 15 pyridyl- $(C_1-C_3)$ -alkyl, optionally substituted thienyl- $(C_1-C_3)$ -alkyl, optionally substit  $C_3$ )-alkyl, optionally substituted piperazinyl- $(C_1-C_3)$ -alkyl, 4-morpholinyl- $(C_1-C_3)$ -alkyl, optionally substituted pyrrolidinyl- $(C_1-C_3)$ -alkyl, optionally substituted piperidinyl- $(C_1-C_3)$ -alkyl, optionally substituted  $C_3-C_6$ 20 cycloalkyl- $(C_1-C_3)$ -alkyl, amino- $(C_1-C_4)$ -alkyl-, benzylamino- $(C_1-C_3)$  -alkyl-,  $[N-(C_1-C_3)$  -alkyl-N-benzylamino]- $(C_1-C_3)$  -alkyl- $(C_1-C_3) - alkyl-N-((C_1-C_3) - alkyl)_2, -(C_1-C_3) - alkyl-NH-(C_1-C_3) - alkyl-NH-(C_1-C_3)$ alkyl and optionally substituted heterocyclyl selected from piperazinyl, morpholinyl, pyrrolidinyl and piperidinyl; and 25 pharmaceutically acceptable derivatives thereof.
- 21. Compound of Claim 20 wherein R<sup>2</sup> is selected from H, bromo, methyl, hydroxymethyl, 1,2,5,6-tetrahydro-130 pyridylmethyl, 1-piperidinylmethyl, 1-methyl-4piperazinylmethyl, (N-diethylaminoethyl-Nmethyl)aminomethyl, (N-dimethylaminoethyl-Nethyl)aminomethyl, 4,5-dihydro-oxazol-2-yl, 5-methyl-4,5dihydro-oxazol-2-yl, 2-furyl, amino, isobutylamino, 3-

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methylbutylamino, ethylcarbonyl, aminocarbonyl, 4methoxybenzylaminocarbonyl, 2-pyridylmethylaminocarbonyl, 4pyridylmethylaminocarbonyl, dimethylaminocarbonyl,
ethylaminoethylaminocarbonyl,

- isopropylaminoethylaminocarbonyl, cyclopropylmethylaminocarbonyl, isobutylaminocarbonyl, ethoxycarbonyl, propoxycarbonyl, 1-methylpropoxycarbonyl, butoxycarbonyl, iso-butoxycarbonyl, tert-butoxycarbonyl, 2-thienylethoxycarbonyl, 4-morpholinylethoxycarbonyl, (4-
- 15 ylethoxycarbonyl, 2-oxo-pyrrolidin-1-ylpropoxycarbonyl, 1methyl-2-pyrrolidinylethoxycarbonyl, 1piperidinylethoxycarbonyl, diethylaminoethoxycarbonyl, diisopropylaminoethoxycarbonyl, (N-ethyl-Nbenzylamino)ethoxycarbonyl, diethylaminopropoxycarbonyl,
- 25 butylaminomethylcarbonylamino, (1-amino-2methylpropyl)carbonylamino, 1piperidinylmethylcarbonylamino, 1piperidinylethylcarbonylamino, 1piperidinylpropylcarbonylamino, aminomethylcarbonylamino and
  30 1-methyl-4-piperazinylcarbonyl; and pharmaceutically
  acceptable derivatives thereof.
  - 22. Compound of Claim 14 wherein R<sup>1</sup> and R<sup>2</sup> may be joined together with the pyridone ring to form optionally

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substituted 2-oxo-1,5,7,8-tetrahydro-2H-[1,6]naphthyridine, optionally substituted 5,6,7,8-tetrahydro-1H-[1,6]naphthyridin-2-one, optionally substituted 5,6,7,8-tetrahydro-1H-[1,7]naphthyridin-2-one, optionally substituted 5,6,7,8-tetrahydro-1H-quinolin-2-one, optionally substituted 5,6,7,8-tetrahydro-1H-quinolin-2-one, 7,8-dihydro-(1H,6H)-quinoline-2,5-dione or 1,5,7,8-tetrahydro-pyrano[4,3-b]pyridin-2-one; and pharmaceutically acceptable derivatives thereof.

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23. Compound of Claim 22, wherein R¹ and R² are joined together with the pyridone ring to form 6-benzyloxycarbonyl-2-oxo-1,5,7,8-tetrahydro-2H-[1,6]naphthyridine, 5,6,7,8-tetrahydro-1H-[1,6]naphthyridin-2-one, 7-Boc-5,6,7,8-tetrahydro-1H-[1,7]naphthyridin-2-one, 7-ethyl-5,6,7,8-tetrahydro-1H-[1,7]naphthyridin-2-one, 5-methyl-7,8-dihydro-1H-quinolin-2-one, 5-propylamino-5,6,7,8-tetrahydro-1H-quinolin-2-one, 5-propylimino-5,6,7,8-tetrahydro-1H-quinolin-2-one, 7,8-dihydro-(1H,6H)-quinoline-2,5-dione or 1,5,7,8-tetrahydro-pyrano[4,3-b]pyridin-2-one; and pharmaceutically acceptable derivatives thereof.

24. Compound of Claim 14 wherein  $R^3$  is H; and pharmaceutically acceptable derivatives thereof.

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- 25. Compound of Claim 14 wherein A is O; and pharmaceutically acceptable derivatives thereof.
- 26. Compound of Claim 14, and pharmaceutically
  30 acceptable derivatives thereof, wherein A is O; wherein Q is selected from N-methyl-N-(phenylsulfonyl)amino, 2pyridylsulfonylmethyl, 2-thienylsulfonylmethyl,
  phenylsulfonylmethyl, (1-methyl)-1-(phenylsulfonyl)ethyl, 4chlorophenyl-sulfonylmethyl, 2-furylmethylsulfonylmethyl,

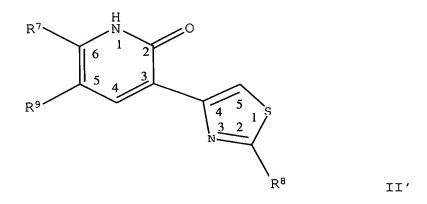
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4-piperazinylcarbonyl;

methylsulfonylmethyl, tert-butyl-sulfonylmethyl, 4fluorobenzylsulfonylmethyl, 2-thienyl, phenyl substituted with one or more substituents selected from chloro, fluoro, and -O-CH2-O-, 5 unsubstituted pyridyl, and 4-pyridyl substituted with one or more substituents selected from chloro, fluoro, -NH2, methoxy, ethoxy, methyl, ethyl, phenoxyethylamino, methylamino, dimethylamino, butylamino, isobutylamino, benzylamino, 4fluorobenzylamino, 2-thienylethylamino, 3-10 pyridylmethylamino, 2-pyridylmethylamino, 2furylmethylamino, 4-methoxybenzylamino, diethylamino, cyclopropylmethylamino, cyclopentylmethylamino, ethylaminoethylamino, diethylaminoethylamino, isopropylaminoethylamino, methylcarbonylaminoethylamino, 15 methylcarbonylmethylamino, pyrrolidinyl, piperazinyl, piperidinyl, morpholinyl and azetidinyl; wherein R1 is selected from methyl, ethyl, propyl, isopropyl, dimethylaminomethyl, hydroxyethyl, benzyloxymethyl, 4-methoxy-benzyloxymethyl, 20 methoxymethyl, cyclopropyl, and -CF3; wherein R<sup>2</sup> is selected from H, bromo, methyl, amino, isobutylamino, hydroxymethyl, aminocarbonyl, 4methoxybenzylaminocarbonyl, 2-pyridylmethylaminocarbonyl, 25 ethylaminoethylaminocarbonyl, isopropylaminoethylaminocarbonyl, cyclopropylmethylaminocarbonyl, isobutylaminocarbonyl, ethoxycarbonyl, tert-butoxycarbonyl, 4morpholinylethoxycarbonyl, 1-pyrrolidinylethoxycarbonyl, 1-piperidinylethoxycarbonyl, diethylaminopropoxycarbonyl, 30 carboxyl, 1,2,5,6-tetrahydro-1-pyridylmethyl, 1piperidinylmethyl, 1-methyl-4-piperazinylmethyl, methylcarbonylamino, isobutylcarbonylamino, and 1-methylA-830 - 287 -

wherein R¹ and R² may be joined together with the pyridone ring to form 6-benzyloxycarbonyl-2-oxo-1,5,7,8-tetrahydro-2H-[1,6]naphthyridine, 5,6,7,8-tetrahydro-1H-[1,6]naphthyridin-2-one, 7-Boc-5,6,7,8-tetrahydro-1H-[1,7]naphthyridin-2-one, 7-ethyl-5,6,7,8-tetrahydro-1H-[1,7]naphthyridin-2-one, 5-methyl-7,8-dihydro-1H-quinolin-2-one, 5-propylamino-5,6,7,8-tetrahydro-1H-quinolin-2-one, 5-propylimino-5,6,7,8-tetrahydro-1H-quinolin-2-one, 7,8-dihydro-(1H,6H)-quinoline-2,5-dione or 1,5,7,8-tetrahydro-pyrano[4,3-b]pyridin-2-one; and wherein R³ is H.

## 27. A compound of Claim 14 having Formula II'



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wherein  $R^7$  is selected from  $-(C_1-C_3)$  alkyl,  $-(C_1-C_3)$  alkyl-  $N(R^{10})_2$ ,  $-(C_1-C_3)$  alkyl- $OR^{10}$ ,  $-(C_3-C_5)$  cycloalkyl, and  $-CF_3$ ; wherein  $R^8$  is selected from  $R^{10}SO_2-(C_1-C_6)$  alkyl-,  $R^{11}SO_2NH-R^{11}O_2S$ , substituted phenyl, and substituted or unsubstituted 5-6 membered heteroaryl; wherein  $R^9$  is selected from H, halo,  $(C_1-C_3)$  alkyl- $-NR^{10}_2$ ,  $-(C_1-C_3)$  alkyl- $-OR^{10}$ ,  $-C(O)N(R^{10})_2$ ,  $-CO_2R^{10}$ ,  $(CH_2)_{1-3}-(5-6)$ 

 $(C_1-C_3)$  alkyl-OR<sup>10</sup>, -C(O)N(R<sup>10</sup>)<sub>2</sub>, -CO<sub>2</sub>R<sup>10</sup>, (CH<sub>2</sub>)<sub>1-3</sub>-(5-6 membered saturated or partially unsaturated heterocyclyl, -NHC(O)R<sup>10</sup>, and -C(O)R<sup>10</sup>;

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wherein  $R^{10}$  is independently selected from H,  $(C_1-C_4)$  alkyl, optionally substituted phenyl, optionally substituted phenyl- $(C_1-C_2)$  alkyl, optionally substituted furyl- $(C_1-C_2)$ -alkyl, optionally substituted  $C_3-C_6$  cycloalkyl- $(C_1-C_2)$ -alkyl,  $(C_1-C_3)$  alkylamino- $(C_1-C_3)$ -alkyl-, phenyloxy- $(C_1-C_3)$  alkyl-,  $(C_1-C_2)$  alkylcarbonyl- $(C_1-C_2)$  alkyl- and optionally substituted heterocyclyl selected from pyridyl and thienyl; and

wherein R<sup>11</sup> is independently selected from (C<sub>1</sub>-C<sub>4</sub>)alkyl,

optionally substituted phenyl, optionally substituted

phenyl-(C<sub>1</sub>-C<sub>2</sub>)alkyl, optionally substituted furyl-(C<sub>1</sub>-C<sub>2</sub>)
alkyl, optionally substituted C<sub>3</sub>-C<sub>6</sub> cycloalkyl-(C<sub>1</sub>-C<sub>2</sub>)
alkyl, (C<sub>1</sub>-C<sub>3</sub>)alkylamino-(C<sub>1</sub>-C<sub>3</sub>)-alkyl-, phenyloxy-(C<sub>1</sub>
C<sub>3</sub>)alkyl-, (C<sub>1</sub>-C<sub>2</sub>)alkylcarbonyl-(C<sub>1</sub>-C<sub>2</sub>)alkyl, and

optionally substituted heterocyclyl selected from pyridyl

and thienyl;

and pharmaceutically acceptable derivatives thereof; provided  $R^7$  is not  $CF_3$  when  $R^9$  is ethoxycarbonyl and when  $R^8$  is 4-pyridyl or 2-chloro-4-pyridyl.

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28. Compound of Claim 27 wherein R<sup>7</sup> is selected from methyl, ethyl, propyl, isopropyl, dimethylaminomethyl, 1-pyrrolidinyltheyl, benzyloxymethyl, benzyloxyethyl, hydroxyethyl, 4-methoxy-benzyloxymethyl, methoxymethyl, cyclopropyl and -CF<sub>3</sub>; wherein R<sup>8</sup> is selected from N-methyl-N-(phenylsulfonyl)amino, 2-pyridylsulfonylmethyl, 2-thienylsulfonylmethyl, phenylsulfonylmethyl, (1-methyl)-1-(phenylsulfonyl)ethyl, 4-chlorophenyl-sulfonylmethyl, 2-furylmethylsulfonylmethyl, methylsulfonylmethyl, tert-butyl-sulfonylmethyl, 4-fluorobenzylsulfonylmethyl, 2-thienyl, phenyl substituted with one or more substituents selected from

chloro, fluoro, and -O-CH₂-O-, unsubstituted pyridyl, and

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4-pyridyl substituted with one or more substituents selected from chloro, fluoro,  $-NH_2$ , methoxy, ethoxy, methyl, ethyl, phenoxyethylamino, methylamino, butylamino, isobutylamino, dimethylamino, benzylamino, 4fluorobenzylamino, 2-thienylethylamino, 3-5 pyridylmethylamino, 2-pyridylmethylamino, 2furylmethylamino, 4-methoxybenzylamino, diethylamino, cyclopropylmethylamino, cyclopentylmethylamino, ethylaminoethylamino, diethylaminoethylamino, isopropylaminoethylamino, methylcarbonylaminoethylamino, 10 methylcarbonylmethylamino, pyrrolidinyl, piperazinyl, piperidinyl, morpholinyl and azetidinyl; and wherein R9 is selected from H, bromo, methyl, hydroxymethyl, 1,2,5,6-tetrahydro-1-pyridylmethyl, 1-piperidinylmethyl, 1-methyl-4-piperazinylmethyl, (N-diethylaminoethyl-N-15 methyl) aminomethyl, (N-dimethylaminoethyl-Nethyl)aminomethyl, 4,5-dihydro-oxazol-2-yl, 5-methyl-4,5dihydro-oxazol-2-yl, 2-furyl, amino, isobutylamino, 3methylbutylamino, ethylcarbonyl, aminocarbonyl, 4methoxybenzylaminocarbonyl, 2-pyridylmethylaminocarbonyl, 20 4-pyridylmethylaminocarbonyl, dimethylaminocarbonyl, ethylaminoethylaminocarbonyl, isopropylaminoethylaminocarbonyl, cyclopropylmethylaminocarbonyl, isobutylaminocarbonyl, ethoxycarbonyl, propoxycarbonyl, 1-methylpropoxycarbonyl, 25 butoxycarbonyl, iso-butoxycarbonyl, tert-butoxycarbonyl, 2-thienylethoxycarbonyl, 4-morpholinylethoxycarbonyl, (4piperidinyl) methoxycarbonyl, (1piperidinyl)ethoxycarbonyl, (1piperazinyl)ethoxycarbonyl, (1-methyl-piperidin-3-30 yl)oxycarbonyl, (1-methyl-piperidin-4-yl)oxycarbonyl, (1ethyl-piperidin-3-yl)oxycarbonyl, (1-methyl-pyrrolidin-3yl)oxycarbonyl, 1-pyrrolidinylethoxycarbonyl, 2-oxopyrrolidin-1-ylethoxycarbonyl, 2-oxo-pyrrolidin-1A-830 - 290 -

ylpropoxycarbonyl, 1-methyl-2-pyrrolidinylethoxycarbonyl, 1-piperidinylethoxycarbonyl, diethylaminoethoxycarbonyl, di-isopropylaminoethoxycarbonyl, (N-ethyl-Nbenzylamino)ethoxycarbonyl, diethylaminopropoxycarbonyl, dimethylaminoethoxycarbonyl, 2-(dimethylamino)-1-5 (methyl)ethoxycarbonyl, 2-(diethylamino)-1-(methyl) ethoxycarbonyl, carboxyl, methylcarbonylamino, isobutylcarbonylamino, methylaminomethylcarbonylamino, dimethylaminomethylcarbonylamino, tertbutylaminomethylcarbonylamino, (1-amino-2-10 methylpropyl)carbonylamino, 1piperidinylmethylcarbonylamino, 1piperidinylethylcarbonylamino, 1piperidinylpropylcarbonylamino, aminomethylcarbonylamino and 1-methyl-4-piperazinylcarbonyl; and pharmaceutically 15 acceptable derivatives thereof.

29. Compound of Claim 27 wherein  $\mathbb{R}^7$  is selected from methyl, ethyl, propyl, and isopropyl.

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30. Compound of Claim 27 wherein  $R^8$  is selected from phenylsulfonylmethyl and 4-pyridyl substituted with one or more substituents selected from chloro, fluoro, -NH<sub>2</sub>, methoxy, ethoxy, phenoxyethylamino, methylamino,

dimethylamino, methyl, ethyl, butylamino, isobutylamino, benzylamino, 4-fluorobenzylamino, 2-thienylethylamino, 3pyridylmethylamino, 2-pyridylmethylamino, 2furylmethylamino, 4-methoxybenzylamino, diethylamino, cyclopropylmethylamino, cyclopentylmethylamino,

30 ethylaminoethylamino, diethylaminoethylamino, isopropylaminoethylamino, methylcarbonylaminoethylamino, methylcarbonylmethylamino, pyrrolidinyl, piperazinyl, piperidinyl, morpholinyl and azetidinyl. A-830 - 291 -

31. Compound of Claim 27 wherein R9 is selected from methyl, hydroxymethyl, 1,2,5,6-tetrahydro-1-pyridylmethyl, 1-piperidinylmethyl, 1-methyl-4-piperazinylmethyl, (Ndiethylaminoethyl-N-methyl) aminomethyl, (Ndimethylaminoethyl-N-ethyl)aminomethyl, 4,5-dihydro-oxazol-5 2-yl, 5-methyl-4,5-dihydro-oxazol-2-yl, 2-furyl, amino, isobutylamino, 3-methylbutylamino, ethylcarbonyl, aminocarbonyl, 4-methoxybenzylaminocarbonyl, 2pyridylmethylaminocarbonyl, 4-pyridylmethylaminocarbonyl, dimethylaminocarbonyl, ethylaminoethylaminocarbonyl, 10 isopropylaminoethylaminocarbonyl, cyclopropylmethylaminocarbonyl, isobutylaminocarbonyl, ethoxycarbonyl, propoxycarbonyl, 1-methylpropoxycarbonyl, butoxycarbonyl, iso-butoxycarbonyl, tert-butoxycarbonyl, 2thienylethoxycarbonyl, 4-morpholinylethoxycarbonyl, (4-15 piperidinyl)methoxycarbonyl, (1-piperidinyl)ethoxycarbonyl, (1-piperazinyl)ethoxycarbonyl, (1-methyl-piperidin-3yl)oxycarbonyl, (1-methyl-piperidin-4-yl)oxycarbonyl, (1ethyl-piperidin-3-yl)oxycarbonyl, (1-methyl-pyrrolidin-3yl)oxycarbonyl, 1-pyrrolidinylethoxycarbonyl, 2-oxo-20 pyrrolidin-1-ylethoxycarbonyl, 2-oxo-pyrrolidin-1ylpropoxycarbonyl, 1-methyl-2-pyrrolidinylethoxycarbonyl, 1piperidinylethoxycarbonyl, diethylaminoethoxycarbonyl, diisopropylaminoethoxycarbonyl, (N-ethyl-Nbenzylamino) ethoxycarbonyl, diethylaminopropoxycarbonyl, 25 dimethylaminoethoxycarbonyl, 2-(dimethylamino)-1-(methyl)ethoxycarbonyl, 2-(diethylamino)-1-(methyl)ethoxycarbonyl, carboxyl, methylcarbonylamino, isobutylcarbonylamino, methylaminomethylcarbonylamino, dimethylaminomethylcarbonylamino, tert-30 butylaminomethylcarbonylamino, (1-amino-2methylpropyl)carbonylamino, 1piperidinylmethylcarbonylamino, 1piperidinylethylcarbonylamino, 1A-830 - 292 -

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piperidinylpropylcarbonylamino, aminomethylcarbonylamino and 1-methyl-4-piperazinylcarbonyl; and pharmaceutically acceptable derivatives thereof.

- 5 32. Compound of Claim 27 and pharmaceutically acceptable derivatives thereof selected from:
  - 6-Isopropyl-5-methyl-3-(2-pyrindin-4-yl-thiazol-4-yl)-1H-pyridin-2-one;
- 10 6-Ethyl-5-isopropionyl-3-(2-pyridin-4-yl-thiazol-4-yl)-1H-pyridin-2-one;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-(2-oxo-pyrrolidin-1-yl)-ethyl ester;
- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-diethylamino-ethyl ester;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-pyrrolidin-1-ylethyl ester;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-diethylamino-1-methyl-ethyl ester;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 1-ethyl-piperidin-3-yl ester;
    - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-dimethylamino-ethyl ester;
- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6dihydro-pyridine-3-carboxylic acid 2-dimethylamino-1methyl-ethyl ester;

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- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 1-methyl-piperidin-3-yl ester;
- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6dihydro-pyridine-3-carboxylic acid 1-ethyl-pyrrolidin-3yl ester;
  - 5-(2-Benzenesulfonylmethyl-thiazol-4-yl)-2-isopropyl-6-oxo-1,6-pyridine-3-carboxylic acid 2-diethylamino-ethyl ester:
- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6dihydro-pyridine-3-carboxylic acid piperidin-4-ylmethyl
  ester;
  - 5-(2-Benzenesulfonylmethyl-thiazol-4-yl)-2-isopropyl-6-oxo-1,6-pyridine-3-carboxylic acid 2-diethylamino-1-methylethyl ester;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-(benzyl-methyl-amino)-ethyl ester;
- 5-(2-Benzenesulfonylmethyl-thiazol-4-yl)-2-isopropyl-6-oxo-20 1,6-pyridine-3-carboxylic acid 2-diethylamino-propyl ester;
  - 5-(2-Benzenesulfonylmethyl-thiazol-4-yl)-2-isopropyl-6-oxo-1,6-pyridine-3-carboxylic acid 2-(1-methyl-pyrrolidin-2-yl)-ethyl ester;
- 25 5-[2-(2-Dimethylamino-pyridin-4-yl)-thiazol-4-yl]-2isopropyl-6-oxo-1,6-dihydro-pyridine-3-carboxylic acid ethyl ester;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-piperazin-1-yl-ethyl ester:
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-(2-oxo-pyrrolidin-1-yl)-propyl ester;

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- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 1-methyl-pyrrolidin-3-yl ester;
- 3-(2-Benzenesulfonylmethyl-thiazol-4-yl)-6-isopropyl-5methyl-1H-pyridin-2-one;
- 3-(2-Benzenesulfonylmethyl-thiazol-4yl)-6-ethyl-5-propionyl-1H-pyridin-2-one;
- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-morpholin-4-yl-ethyl ester;
- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid phenethyl ester;
- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid piperidin-4-ylmethyl ester;
- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-thiophen-2-yl-ethyl ester;
- 5-(4,5-Dihydro-oxazol-2-yl)-6-isopropyl-3-(2-pyridin-4-yl-thiazol-4-yl)-1H-pyridin-2-one;
- 5-{[(2-Dimethylamino-ethyl)-ethyl-amino]-methyl}-6-ethyl-3-(2-pyridin-4-yl-thiazol-4-yl)-1H-pyridin-2-one;
- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-piperidin-1-yl-ethyl ester;
- 5-{[(2-Diethylamino-ethyl)-methyl-amino]-methyl}-6-ethyl-3-(2-pyridin-4-yl-thiazol-4-yl)-1H-pyridin-2-one;
- 2-(2-Hydroxy-ethyl)-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid ethyl ester;
- 2-Amino-N-[2-ethyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)1,6-dihydro-pyridin-3-yl]-acetamide;
  - 2-tert-Butylamino-N-[2-ethyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridin-3-yl]-acetamide;

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```
yl)-1H-pyridin-2-one;
    Ethyl 2-ethyl-6-oxo-5-(2-(4-pyridinyl)-1,3-thiazol-4-yl)-
 5
       1,6-dihydro-pyridine-3-carboxylate;
    Ethyl-2-ethyl-6-oxo-5-\{2-[(thienylsulfonyl)methyl](1,3-
       thiazol-4-yl)}-1,6-dihydro-pyridine-3-carboxylate;
    Ethyl-2-ethyl-6-oxo-5-{2-[(phenylsulfonyl)methyl](1,3-
       thiazol-4-yl)}-1,6-dihydro-pyridine-3-carboxylate;
    Ethyl-6-oxo-5-{2-[(phenylsulfonyl)methyl](1,3-thiazol-4-
10
       y1)}-2-(trifluoromethyl)-1,6-dihydro-pyridine-3-
       carboxylate;
    Ethyl-6-oxo-5-{2-[(2-pyridylsulfonyl)methyl](1,3-thiazol-4-
       yl)}-2-(trifluoromethyl)-1,6-dihydro-pyridine-3-
15
       carboxylate;
     Ethyl-6-oxo-5-{2-[(2-thienylsulfonyl)methyl](1,3-thiazol-4-
       y1)}-2-(trifluoromethyl)-1,6-dihydro-pyridine-3-
       carboxylate;
     Ethyl 2-isopropyl-6-oxo-5-(2-(4-pyridyl)(1,3-thiazol-4-yl)-
       1,6-dihydro-pyridine-3-carboxylate;
20
     Ethyl 2-isopropyl-6-oxo-5-{2-[(thienylsulfonyl)methyl](1,3-
       thiazol-4-yl)}-1,6-dihydro-pyridine-3-carboxylate;
     Ethyl 2-isopropyl-6-oxo-5-{2-[(phenylsulfonyl)methyl](1,3-
       thiazol-4-yl)}-1,6-dihydro-pyridine-3-carboxylate;
     Ethyl 2-propyl-6-oxo-5-(2-(4-pyridyl)(1,3-thiazol-4-yl)-1,6-
25
       dihydro-pyridine-3-carboxylate;
     Ethyl 2-propyl-6-oxo-5-{2-[(phenylsulfonyl)methyl](1,3-
        thiazol-4-yl)}-1,6-dihydro-pyridine-3-carboxylate;
     Ethyl 2-propyl-6-oxo-5-{2-[(thienylsulfonyl)methyl](1,3-
        thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
30
     Ethyl 6-oxo-2-[(phenylmethoxy)methyl]-5-(2-(4-pyridyl)(1,3-
        thiazol-4-yl))-1,6-dihydropyridine-3-carboxylate;
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6-Ethyl-5-(3-methyl-butylamino)-3-(2-pyridin-4-yl-thiazol-4-

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```
Ethyl 6-oxo-2-[(phenylmethoxy)methyl]-5-{2-
       [(phenylsulfonyl)methyl](1,3-thiazol-4-yl)}-1,6-
       dihydropyridine-3-carboxylate;
    Ethyl 2-methyl-6-oxo-5-{2-[(2-thienylsulfonyl)methyl](1,3-
 5
       thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
    Ethyl 5-[2-({[(4-fluorophenyl)methyl]sulfonyl}methyl)(1,3-
       thiazol-4-yl)]-2-methyl-6-oxo-1,6-dihydropyridine-3-
       carboxylate;
    Ethyl 5-[2-({[(4-fluorophenyl)methyl]sulfonyl}methyl)(1,3-
       thiazol-4-yl)]-2-methyl-6-oxo-1,6-dihydropyridine-3-
10
       carboxylate;
     (Ethyl 2-methyl-6-oxo-5-{2-[(2-
       thienylsulfonyl)methyl]methyl](1,3-thiazol-4-yl)}-1,6-
       dihydropyridine-3-carboxylate;
    Ethyl 2-methyl-6-oxo-5-{2-(phenylthiomethyl)(1,3-thiazol-4-
15
       v1)}-1,6-dihydropyridine-3-carboxylate;
     Ethyl 5-[2-(2-chloro(4-pyridyl))(1,3-thiazol-4-yl)-2-methyl-
       6-oxo-1,6-dihydropyridine-3-carboxylate;
     Ethyl 5-(2-{[(2-furylmethyl)sulfonyl]methyl}(1,3-thiazol-4-
       yl))-2-methyl-6-oxo-1,6-dihydropyridine-3-carboxylate;
20
     Ethyl 5-(2-{[(2-furylmethyl)sulfonyl]methyl}(1,3-thiazol-4-
       yl))-2-methyl-6-oxo-1,6-dihydropyridine-3-carboxylate
     Ethyl 5-[2-(2-ethyl(4-pyridyl))(1,3-thiazol-4-yl)-2-methyl-
        6-oxo-1,6-dihydropyridine-3-carboxylate;
     Ethyl 2-methyl-5-(2-(2-((2-methylpropyl)amino)-4-pyridinyl)-
25
        1,3-thiazol-4-yl)-6-oxo-1,6-dihydropyridine-3-
       carboxylate;
     Ethyl 2-methyl-6-oxo-5-(2-(2-((3-pyridinylmethyl)amino)-4-
       pyridinyl)-1,3-thiazol-4-yl)-1,6-dihydropyridine-3-
30
        carboxylate;
     Ethyl 2-methyl-6-oxo-5-(2-(2-((phenylmethyl)amino)-4-
       pyridinyl)-1,3-thiazol-4-yl)-1,6-dihydropyridine-3-
        carboxylate;
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```
Ethyl 2-methyl-5-(2-(2-((2-((1-
       methylethyl)amino)ethyl)amino)-4-pyridinyl)-1,3-thiazol-
       4-yl)-6-oxo-1,6-dihydropyridine-3-carboxylate;
    Ethyl 5-(2-(2-((2-(diethylamino)ethyl)amino)-4-pyridinyl)-
       1,3-thiazol-4-yl)-2-methyl-6-oxo-1,6-dihydropyridine-3-
       carboxylate;
    Ethyl 5-(2-\{2-[(fur-2-ylmethyl)-amino]-pyridin-4-yl\}-
       thiazol-4-yl)-2-methyl-6-oxo-1,6-dihydropyridine-3-
       carboxylate;
    Ethyl 5-{2-[2-(2-thien-2-yl-ethylamino)-pyridin-4-yl]-
       thiazol-4-yl}-2-methyl-6-oxo-1,6-dihydropyridine-3-
       carboxylate;
    Ethyl 5-[2-(2-butylamino-pyridin-4-yl)-thiazol-4-yl]-2-
       methyl-6-oxo-1,6-dihydropyridine-3-carboxylate;
    Ethyl 5-{2-[2-(carbamoylmethyl-amino)-pyridin-4-yl]-thiazol-
15
       4-y1}-2-methy1-6-oxo-1,6-dihydropyridine-3-carboxylate;
     Ethyl 5-{2-[2-acetylamino-ethylamino)-pyridin-4-yl]-thiazol-
       4-y1}-2-methyl-6-oxo-1,6-dihydropyridine-3-carboxylate;
     5-{2-[2-(Cyclopropylmethylamino)-pyridin-4-yl]-thiazol-4-
       y1}-2-methyl-6-oxo-1,6-dihydropyridine-3-carboxylic acid
20
       cyclopropyl-methyl amide;
     Ethyl 5-{2-[2-(cyclopropylmethyl-amino)-pyridin-4-yl]-
       thiazol-4-yl}-2-methyl-6-oxo-1,6-dihydropyridine-3-
       carboxylate;
     5-{2-[2-(Cyclopentyl)methylamino-pyridin-4-yl]-thiazol-4-
```

- 25 y1}-2-methyl-6-oxo-1,6-dihydropyridine-3-carboxylate; 5-{2-[2-(4-Methoxybenzylamino)-pyridin-4-yl]-thiazol-4-yl}-
  - 2-methyl-6-oxo-1,6-dihydropyridine-3-carboxylic acid 4methoxy-benzylamide;
- Ethyl 2-methyl-6-oxo-5-(2-(2-amino-4-pyridinyl)-1,3-thiazol-30 4-yl)-1,6-dihydropyridine-3-carboxylate;
  - Ethyl 2-methyl-5-[2-(methylamino)(1,3-thiazol-4-yl)]-6-oxo-1,6-dihydropyridine-3-carboxylate;

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```
6-Methyl-3-(2-(4-pyridyl)(1,3-thiazol-4-yl))hydropyridin-2-
       one;
    Ethyl 2-methyl-5-(2-(2-(methyloxy)-4-pyridinyl)-1,3-thiazol-
       4-yl)-6-oxo-1,6-dihydropyridine-3-carboxylate;
    Ethyl 2-methyl-6-oxo-5-{2-[(phenylsulfonyl)methyl](1,3-
 5
       thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
    Ethyl 2-methyl-6-oxo-5-(2-(4-pyridyl)(1,3-thiazol-4-yl))-
       1,6-dihydropyridine-3-carboxylate;
    Ethyl 2-methyl-6-oxo-5-{2-[(2-pyridylsulfonyl)methyl](1,3-
       thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
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    Ethyl 2-methyl-5-(2-(1-methyl-1-(phenylsulfonyl)ethyl)-1,3-
       thiazol-4-yl)-6-oxo-1,6-dihydropyridine-3-carboxylate;
    Ethyl 2-cyclopropyl-6-oxo-5-(2-(4-pyridinyl)-1,3-thiazol-4-
       yl)-1,6-dihydropyridine-3-carboxylate;
    Ethyl 2-cyclopropyl-6-oxo-5-(2-((phenylsulfonyl)methyl)-1,3-
15
       thiazol-4-yl)-1,6-dihydropyridine-3-carboxylate;
     5-Bromo-6-methyl-3-(2-(4-pyridinyl)-1,3-thiazol-4-yl)-2(1H)-
       pyridinone;
     Ethyl 2-methyl-5-(2-(2-(methylamino)-4-pyridinyl)-1,3-
       thiazol-4-yl)-6-oxo-1,6-dihydropyridine-3-carboxylate
20
     5-Amino-6-ethyl-3-(2-(4-pyridinyl)-1,3-thiazol-4-yl)-2(1H)-
       pyridinone;
     6-Methyl-3-(2-(2-((2-pyridinylmethyl)amino)-4-pyridinyl)-
       1,3-thiazol-4-yl)-2(1H)-pyridinone;
     Ethyl 2-methyl-6-oxo-5-(2-(2-((2-pyridinylmethyl)amino)-4-
25
       pyridinyl)-1,3-thiazol-4-yl)-1,6-dihydropyridine-3-
       carboxylate;
     Ethyl 5-[2-(methylamino-pyridin-4-yl)-thiazol-4-yl]-2-
       isopropyl-6-oxo-1,6-dihydropyridine-3-carboxylate;
     1,1-Dimethylethyl 2-methyl-6-oxo-5-(2-(4-pyridinyl)-1,3-
30
       thiazol-4-yl)-1,6-dihydropyridine-3-carboxylate;
     2-(1-Pyrrolidinyl)ethyl 2-ethyl-6-oxo-5-(2-(4-pyridinyl)-
       1,3-thiazol-4-yl)-1,6-dihydropyridine-3-carboxylate;
     6-Ethyl-3-(2-pyridin-4-yl-thiazol-4-yl)-1H-pyridin-2-one;
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- 6-Isopropyl-3-(2-pyridin-4-yl-thiazol-4-yl)-1H-pyridin-2-one;
- 3-(Diethylamino)propyl 2-ethyl-6-oxo-5-(2-(4-pyridinyl)-1,3-thiazol-4-yl)-1,6-dihydropyridine-3-carboxylate;
- 5 3-(Diethylamino)propyl 2-(1-methylethyl)-6-oxo-5-(2-(4-pyridinyl)-1,3-thiazol-4-yl)-1,6-dihydropyridine-3-carboxylate; and
  - 5-Hydroxymethyl-6-methyl-3-(2-pyridin-4-yl-thiazol-4-yl)-1H-pyridin-2-one.

33. Compound of Claim 27 and pharmaceutically acceptable derivatives thereof selected from:

- 6-Isopropyl-5-methyl-3-(2-pyrindin-4-yl-thiazol-4-yl)-1Hpyridin-2-one;
  - 3-(2-Benzenesulfonylmethyl-thiazol-4-yl)-6-isopropyl-5methyl-1H-pyridin-2-one;
  - 6-Ethyl-5-isopropionyl-3-(2-pyridin-4-yl-thiazol-4-yl)-1H-pyridin-2-one;
- 3-(2-Benzenesulfonylmethyl-thiazol-4yl)-6-ethyl-5-propionyl-1H-pyridin-2-one;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-pyrrolidin-1-ylethyl ester;
- 25 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-(2-oxo-pyrrolidin-1-yl)-ethyl ester;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-diethylamino-ethyl ester;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 1-ethyl-piperidin-3-yl ester;

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- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 1-methyl-piperidin-3-yl ester;
- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-dimethylamino-1-methyl-ethyl ester;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-diethylamino-1-methyl-ethyl ester;
- 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6dihydro-pyridine-3-carboxylic acid 2-(benzyl-methylamino)-ethyl ester;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 1-methyl-piperidin-4-yl ester;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-(2-oxo-pyrrolidin-1-yl)-propyl ester;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid phenethyl ester;
  - 2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-dihydro-pyridine-3-carboxylic acid 2-thiophen-2-yl-ethyl ester:
- 5-(2-Benzenesulfonylmethyl-thiazol-4-yl)-2-isopropyl-6-oxo-25 1,6-pyridine-3-carboxylic acid 2-diethylamino-ethyl ester:
  - 5-(2-Benzenesulfonylmethyl-thiazol-4-yl)-2-isopropyl-6-oxo-1,6-pyridine-3-carboxylic acid 2-diethylamino-1-methylethyl ester;
- 5-(2-Benzenesulfonylmethyl-thiazol-4-yl)-2-isopropyl-6-oxo1,6-pyridine-3-carboxylic acid 2-diethylamino-propyl
  ester;

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5-(2-Benzenesulfonylmethyl-thiazol-4-yl)-2-isopropyl-6-oxo-
        1,6-pyridine-3-carboxylic acid 2-(1-methyl-pyrrolidin-2-
        yl)-ethyl ester;
    2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-
5
        dihydro-pyridine-3-carboxylic acid methyl ester;
    2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-
        dihydro-pyridine-3-carboxylic acid propyl ester;
    2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-
        dihydro-pyridine-3-carboxylic acid butyl ester;
10
    2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-
        dihydro-pyridine-3-carboxylic acid isobutyl ester;
    2-Isopropyl-6-oxo-5-(2-pyridin-4-yl-thiazol-4-yl)-1,6-
        dihydro-pyridine-3-carboxylic acid sec-butyl ester;
    5-{[(2-Diethylamino-ethyl)-methyl-amino]-methyl}-6-ethyl-3-
15
        (2-pyridin-4-yl-thiazol-4-yl)-1H-pyridin-2-one;
     5-[2-(2-Dimethylamino-pyridin-4-yl)-thiazol-4-yl]-2-
        isopropyl-6-oxo-1,6-dihydro-pyridine-3-carboxylic acid
        ethyl ester;
20
    Ethyl 2-\text{ethyl}-6-\text{oxo}-5-(2-(4-\text{pyridinyl})-1,3-\text{thiazol}-4-\text{yl})-
       1,6-dihydropyridine-3-carboxylate;
     Ethyl 2-ethyl-6-oxo-5-{2-[(thienylsulfonyl)methyl](1,3-
        thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
     Ethyl 2-ethyl-6-oxo-5-{2-[(phenylsulfonyl)methyl](1,3-
25
        thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
     Ethyl 2-isopropyl-6-oxo-5-(2-(4-pyridyl)(1,3-thiazol-4-yl)-
        1,6-dihydropyridine-3-carboxylate;
     Ethyl 2-isopropyl-6-oxo-5-{2-[(thienylsulfonyl)methyl](1,3-
        thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
     Ethyl 2-isopropyl-6-oxo-5-{2-[(phenylsulfonyl)methyl](1,3-
30
        thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
     Ethyl 2-propyl-6-oxo-5-(2-(4-pyridyl)(1,3-thiazol-4-yl)-1,6-
       dihydropyridine-3-carboxylate;
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Ethyl 2-propyl-6-oxo-5-{2-[(phenylsulfonyl)methyl](1,3-
       thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
    Ethyl 2-propyl-6-oxo-5-{2-[(thienylsulfonyl)methyl](1,3-
       thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
    Ethyl 6-oxo-2-[(phenylmethoxy)methyl]-5-(2-(4-pyridyl)(1,3-
 5
       thiazol-4-yl))-1,6-dihydropyridine-3-carboxylate;
    Ethyl 6-oxo-2-[(phenylmethoxy)methyl]-5-{2-
       [(phenylsulfonyl)methyl](1,3-thiazol-4-yl)}-1,6-
       dihydropyridine-3-carboxylate;
    Ethyl 2-methyl-6-oxo-5-{2-[(2-thienylsulfonyl)methyl](1,3-
10
       thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
    Ethyl 5-[2-({[(4-fluorophenyl)methyl]sulfonyl}methyl)(1,3-
       thiazol-4-yl)]-2-methyl-6-oxo-1,6-dihydropyridine-3-
       carboxylate;
    Ethyl 5-[2-({[(4-fluorophenyl)methyl]sulfonyl}methyl)(1,3-
15
       thiazol-4-yl)]-2-methyl-6-oxo-1,6-dihydropyridine-3-
       carboxylate;
     Ethyl 2-methyl-6-oxo-5-{2-(phenylthiomethyl)(1,3-thiazol-4-
       yl)}-1,6-dihydropyridine-3-carboxylate;
     Ethyl 5-[2-(2-ethyl(4-pyridyl))(1,3-thiazol-4-yl)-2-methyl-
20
        6-oxo-1,6-dihydropyridine-3-carboxylate;
     Ethyl 5-[2-(2-chloro(4-pyridyl))(1,3-thiazol-4-yl)-2-methyl-
        6-oxo-1,6-dihydropyridine-3-carboxylate;
     Ethyl 5-[2-(3,5-Dichloro-pyridin-4-yl)-thiazol-4-yl]-2-
       methyl-6-oxo-1,6-dihydropyridine-3-carboxylate;
25
     Ethyl 2-methyl-5-(2-(2-((2-methylpropyl)amino)-4-pyridinyl)-
        1,3-thiazol-4-yl)-6-oxo-1,6-dihydropyridine-3-
        carboxylate;
     Ethyl 2-methyl-6-oxo-5-(2-(2-((3-pyridinylmethyl)amino)-4-
       pyridinyl)-1,3-thiazol-4-yl)-1,6-dihydropyridine-3-
30
        carboxylate;
     Ethyl 2-methyl-6-oxo-5-(2-(2-((phenylmethyl)amino)-4-
        pyridinyl)-1,3-thiazol-4-yl)-1,6-dihydropyridine-3-
        carboxylate;
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Ethyl 2-methyl-5-(2-(2-((2-((1-
       methylethyl)amino)ethyl)amino)-4-pyridinyl)-1,3-thiazol-
       4-v1)-6-oxo-1,6-dihydropyridine-3-carboxylate;
    Ethyl 5-(2-(2-((2-(diethylamino)ethyl)amino)-4-pyridinyl)-
       1,3-thiazol-4-yl)-2-methyl-6-oxo-1,6-dihydropyridine-3-
5
       carboxylate;
    Ethyl 5-(2-\{2-[(fur-2-ylmethyl)-amino]-pyridin-4-yl\}-
       thiazol-4-yl)-2-methyl-6-oxo-1,6-dihydropyridine-3-
       carboxylate;
    Ethyl 5-\{2-[2-(2-thien-2-y1-ethylamino)-pyridin-4-y1]-
10
       thiazol-4-yl}-2-methyl-6-oxo-1,6-dihydropyridine-3-
       carboxylate;
    Ethyl 5-[2-(2-butylamino-pyridin-4-yl)-thiazol-4-yl]-2-
       methyl-6-oxo-1,6-dihydropyridine-3-carboxylate;
    Ethyl 5-{2-[2-(carbamoylmethyl-amino)-pyridin-4-yl]-thiazol-
15
       4-yl}-2-methyl-6-oxo-1,6-dihydropyridine-3-carboxylate;
    Ethyl 5-{2-[2-acetylamino-ethylamino)-pyridin-4-yl]-thiazol-
       4-yl}-2-methyl-6-oxo-1,6-dihydropyridine-3-carboxylate;
     5-{2-[2-(Cyclopropylmethylamino)-pyridin-4-yl]-thiazol-4-
       y1}-2-methy1-6-oxohydro-pyridine-3-carboxylic acid
20
       cyclopropyl-methyl amide;
     Ethyl 5-{2-[2-(cyclopropylmethyl-amino)-pyridin-4-yl]-
        thiazol-4-yl}-2-methyl-6-oxo-1,6-dihydropyridine-3-
        carboxylate;
     Ethyl 5-{2-[2-(cyclopentyl)methylamino-pyridin-4-yl]-
25
        thiazol-4-yl}-2-methyl-6-oxo-1,6-dihydropyridine-3-
        carboxylate;
     Ethyl 2-methyl-6-oxo-5-(2-(2-(amino)-4-pyridinyl)-1,3-
        thiazol-4-yl)-1,6-dihydropyridine-3-carboxylate;
     Ethyl 2-methyl-5-[2-(methylamino)(1,3-thiazol-4-yl)]-6-oxo-
30
        1,6-dihydropyridine-3-carboxylate;
     Ethyl 2-methyl-6-oxo-5-{2-[(phenylsulfonyl)methyl](1,3-
        thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
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Ethyl 2-\text{methyl}-6-\text{oxo}-5-(2-(4-\text{pyridyl})(1,3-\text{thiazol}-4-\text{yl}))-
       1,6-dihydropyridine-3-carboxylate;
    Ethyl 2-methyl-6-oxo-5-{2-[(2-pyridylsulfonyl)methyl](1,3-
       thiazol-4-yl)}-1,6-dihydropyridine-3-carboxylate;
    Ethyl 2-methyl-5-(2-(1-methyl-1-(phenylsulfonyl)ethyl)-1,3-
 5
       thiazol-4-yl)-6-oxo-1,6-dihydropyridine-3-carboxylate;
    Ethyl 2-cyclopropyl-6-oxo-5-(2-((phenylsulfonyl)methyl)-1,3-
       thiazol-4-yl)-1,6-dihydropyridine-3-carboxylate;
     5-Bromo-6-methyl-3-(2-(4-pyridinyl)-1,3-thiazol-4-yl)-2(1H)-
10
       pyridinone;
    Ethyl 2-methyl-5-(2-(2-(methylamino)-4-pyridinyl)-1,3-
       thiazol-4-yl)-6-oxo-1,6-dihydropyridine-3-carboxylate;
     2-Methyl-6-oxo-N-(2-pyridinylmethyl)-5-(2-(2-((2-
       pyridinylmethyl)amino)-4-pyridinyl)-1,3-thiazol-4-yl)-
       1,6-dihydropyridine-3-carboxamide;
15
     Ethyl 2-methyl-6-oxo-5-(2-(2-((2-pyridinylmethyl)amino)-4-
       pyridinyl)-1,3-thiazol-4-yl)-1,6-dihydropyridine-3-
       carboxylate;
     Ethyl 5-[2-(methylamino-pyridin-4-yl)-thiazol-4-yl]-2-
        isopropyl-6-oxo-1,6-dihydropyridine-3-carboxylate;
20
     1,1-Dimethylethyl 2-methyl-6-oxo-5-(2-(4-pyridinyl)-1,3-
        thiazol-4-yl)-1,6-dihydropyridine-3-carboxylate;
     2-(1-Pyrrolidinyl)ethyl 2-ethyl-6-oxo-5-(2-(4-pyridinyl)-
        1,3-thiazol-4-yl)-1,6-dihydropyridine-3-carboxylate;
     6-Ethyl-3-(2-pyridin-4-yl-thiazol-4-yl)-1H-pyridin-2-one;
25
     6-Isopropyl-3-(2-pyridin-4-yl-thiazol-4-yl)-1H-pyridin-2-
        one;
     3-(Diethylamino)propyl 2-ethyl-6-oxo-5-(2-(4-pyridinyl)-1,3-
        thiazol-4-yl)-1,6-dihydropyridine-3-carboxylate; and
     3-(Diethylamino)propyl 2-(1-methylethyl)-6-oxo-5-(2-(4-
30
        pyridinyl)-1,3-thiazol-4-yl)-1,6-dihydropyridine-3-
        carboxylate.
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34. A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound of Claim 1.

35. A method of inhibiting cell proliferation which comprises administering an effective amount of a compound of Claim 1 and ethyl 2-trifluoromethyl-6-oxo-5-(2-(4-pyridyl)(1,3-thiazol-4-yl)-1,6-dihydro-3-pyridinecarboxylate.

36. A method of treating cancer which comprises administering an effective amount of a compound of Claim 1 and ethyl 2-trifluoromethyl-6-oxo-5-(2-(4-pyridyl)(1,3-thiazol-4-yl)-1,6-dihydro-3-pyridinecarboxylate.

- 37. A method of inhibiting a serine/threonine kinase which comprises administering an effective amount a compound of Claim 1 and ethyl 2-trifluoromethyl-6-oxo-5-(2-(4-pyridyl)(1,3-thiazol-4-yl)-1,6-dihydro-3-pyridinecarboxylate.
- 38. A method of treating a neurological disorder which comprises administering an effective amount a compound of Claim 1 and ethyl 2-trifluoromethyl-6-oxo-5-(2-(4-pyridyl)(1,3-thiazol-4-yl)-1,6-dihydro-3-pyridinecarboxylate.
- 39. A method of treating apoptosis comprising administering an effective amount a compound of Claim 1 and ethyl 2-trifluoromethyl-6-oxo-5-(2-(4-pyridyl)(1,3-thiazol-4-yl)-1,6-dihydro-3-pyridinecarboxylate.